

EXHIBIT D

From: Michael McManus <mmcmanus@misonix.com>
Sent: Monday, June 01, 2015 3:18 PM
To: may (may@cicel.cn); 'lily@cicel.cn'; Sunny (sunny@cicel.cn)
Cc: John Dobash
Subject: Our Distribution Agreement

May, Lily and Sunny:

I am writing to you in connection with the Distribution Agreement between Cicel and Misonix with a signature date of May 20, 2013 but a commencement date of June 1, 2013. This email is a follow-up to several earlier requests for information as provided in the Agreement from me and separately, John Dobash. As you know, the Agreement provides, in several sections and among others - Section 6.1.8, 6.1.9, and 6.1.10, that upon the request of Misonix, Cicel is required to provide information and reports as requested. These answers should be specific. General answers to specific questions are not acceptable. The requirement to provide information and reports is an integral part of the Agreement. In addition, please note you have the obligation in the Agreement, Section 6.1.4, to use best efforts to sell and distribute throughout the Territory. Again, sales throughout the Territory are an integral requirement of the contract. As a follow-up to numerous requests within the past 90 days to Cicel for information, I am specifically requesting the following:

From July 1, 2014 through May 31, 2015:

1. The number of BoneScalpel ("BS") systems in use in a hospital on a weekly basis with the name of the doctor and the hospital.
2. At the present time, the number of BS's held in inventory by each of Cicel, Sino and APD.
3. The name of each Province in which BS's have been sold with the number of sales this year by Province through May 2015.
4. The name of each Province covered by a sub-distributor to Cicel.
5. The number of Cicel employees in sales today and the number of employee clinical specialists capable of training a doctor on BS.
6. The name and hospital association of Key Opinion Leaders ("KOL's") doctors.
7. Copies, in English, of endorsements you have received from doctor users of the BS.
8. The number of present Cicel employee sales people and clinical specialists in Shanghai and the number of present evaluations in Shanghai.
9. What is the average price of the BS, in dollars, for a system in May of 2015? The answer should not be it varies or we try our best. The answer is a number, a price in dollars. What is the average price of a BS blade in May? If you bundle what is the bundle price in dollars and how many blades are included.
10. As you know you are required to give a forecast. Please include a forecast for 12-months for BS systems for 12 months from July 2015 through June 2016 per quarter and the same for SonaStar.
11. Please note the requirement in Section 6.1.10 for a sales report for the past 11 months. Please include the number of BS's actually sold and not in inventory. Please provide the same information for the SonaStar systems. In addition for both BS and SS please include the total number of disposables sold in the past 11-months.
12. Note Section 6.1.9 and please include a report on the activities of competitors to the BS and SonaStar to include price, new features, and frequency changes and, if possible, pictures of new blades or probes.

You will note the Agreement provides in Section 7.1.1 and Section 7.1.2 certain provisions regarding pricing. In 7.1.2 we are obligated to give you 90-days' notice of changes to the Distributor Price List. Several months ago John Dobash sent you notification of price changes which you have not accepted. The Price List notes a SS at \$55,000 and BS at \$28,000. You have been given special year one pricing and discounts for purchase orders including 5 or more systems. In some cases

there were discounts for 10 or more systems. These prices were for Year One. We are now starting Year 3 and the pricing has been changed. This is the notification that the prices of our products under the Agreement are changed as follows:

For the FHF, SonaStar System:

SS System price	\$37,500.00
SS probes	\$190.00

For the BoneScalpel:

BS System price	\$23,500.00
BS Blades	\$170.00

Please note that these prices will apply to all purchase orders received after June 15, 2015.

We look forward to working with Cicel in China. We note the importance of good communications, transparency between partners, a commitment to work together to build a real business to benefit both partners and to do what we promise as true partners. I would like to have the requested information by June 10, 2015.

Thank you,
Mike

Michael A. McManus, Jr.

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